

ORRICK, HERRINGTON & SUTCLIFFE LLP
Robert M. Isackson
666 Fifth Avenue
New York, NY 10103-0002
Telephone: (212) 509-5000

ORRICK, HERRINGTON & SUTCLIFFE LLP
Jenna S. Clemens (Admitted *Pro Hac Vice*)
The Orrick Building
405 Howard Street
San Francisco, CA 94105-2669
Telephone: (415) 773-5700

Attorneys for Finmeccanica SpA and Ansaldo Ricerche SpA

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re

GENERAL MOTORS CORPORATION, et al.,

Debtors.

Chapter 11

Case No. 09-50026 (REG)

(Jointly Administered)

**NOTICE OF WITHDRAWAL OF LIMITED OBJECTION OF
FINMECCANICA SPA AND ANSALDO RICERCHE SPA
TO THE DEBTOR'S PROPOSED 363 SALE ORDER**

PLEASE TAKE NOTICE that Finmeccanica SpA (“Finmeccanica”) and Ansaldo Ricerche S.p.A. (“ARI”), by and through their counsel, hereby withdraw their Limited Objection to the Debtors’ Proposed 363 Sale Order (the “Limited Objection”) [Docket No. 1945], as moot, in view of the representations made by the above-captioned Debtors’ counsel, confirming that the Settlement Agreement that is the subject of the Limited Objection will be assumed and assigned to the New GM in its entirety. *See* Mark Chuey, Esq.’s July 8, 2009 e-mail to Robert M. Isackson, copy attached hereto as

Exhibit A. See also Letter from Anthony Simon, Esq. to Finmeccanica, dated June 23, 2009, attached hereto as Exhibit B.

Dated: New York, New York
July 10, 2009

ORRICK, HERRINGTON & SUTCLIFFE LLP

By: s/ Robert M. Isackson

Robert M. Isackson

666 Fifth Avenue
New York, NY 10103-0002
Telephone: (212) 509-5000

and

Jenna S. Clemens (Admitted *Pro Hac Vice*)
The Orrick Building
405 Howard Street
San Francisco, CA 94105
Telephone: (415) 773-5700
Facsimile: (415) 773-5759

Attorneys for Finmeccanica SpA and Ansaldo Ricerche
SpA

CERTIFICATE OF SERVICE

I, Christine J. Flores, hereby certify that on July 10, 2009, I caused copies of the following documents to be served upon the parties below via facsimile, except as otherwise noted:

**NOTICE OF WITHDRAWAL OF LIMITED OBJECTION OF
FINMECCANICA SPA AND ANSALDO RICERCHE SPA
TO THE DEBTOR'S PROPOSED 363 SALE ORDER**

/s/ Christine J. Flores

CHRISTINE J. FLORES

The Debtors:
c/o General Motors Corporation
Cadillac Building
30009 Van Dyke Avenue
Warren, MI 48090
Attn: Warren Command Center
Mailcode 480-206-114
Facsimile: (248) 312-7191

Counsel to the Debtors:
Weil, Gotshal & Manges LLP
767 Fifth Avenue
New York, NY 10153
Attn: Harvey Miller, Esq.
Stephen Karotkin, Esq.
Joseph Smolinsky, Esq.
Facsimile: (212) 310-8007

U.S. Treasury
1500 Pennsylvania Avenue NW, Room
2312
Washington, DC 20220
Attn: Matthew Feldman, Esq.
Facsimile: (202) 622-6415

Attorneys for the Purchaser:
Cadwalader, Wickersham & Taft LLP
One World Financial Center
New York, NY 10281
Attn: John J. Rapisardi, Esq.
Facsimile: (212) 504-6666

Attorneys for Export Development Canada:
Vedder Price, P.C.
1633 Broadway
New York, NY 10019
Attn: Michael J. Edelman, Esq.
Michael L. Schein, Esq.
Facsimile: (212) 407-7799

Office of the United States Trustee
33 Whitehall Street, 21st Floor
New York, NY 10004
Attn: Diana G. Adams, Esq.
Andrew D. Velez-Rivera, Esq.
Brian Shoichi Masumoto, Esq.
Facsimile: (212) 668-2256

Attorneys for Creditors Committee:
Kramer, Levin, Naftalis & Frankel LLP
1177 Avenue of the Americas
New York, NY 10036
Attn: Gordon Z. Novod, Esq.
Facsimile: (212) 715-8182